

**FLYING J INC.**

P.O. BOX 678 - BRIGHAM CITY, UTAH 84302

PHONE (801) 734-9416

September 16, 1992

TouchFax Information Systems Inc.
Mr. John P. Murphy
15520 College Blvd.
Lenexa, Kansas 66219

John:

I appreciate the fax and will review the contracts when they arrive, but I must clarify our current position with regard to a future business relationship.

TON Services, Inc. is willing to enter an agreement when we are satisfied that our business goals can and will be met. Based upon a single presentation and short meeting with John Massey and Dan Toughy we feel there is a good opportunity for integrating the TouchFax system into our proprietary business services but we also believe that a more thorough review of your systems and the contractual relationships involved are necessary before we decide to make any commitment.

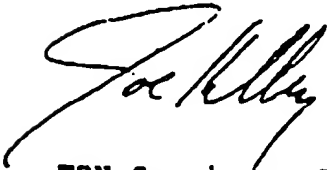
We are absolutely committed to moving forward and implementing TON Services hardware and software systems on a relatively large scale. Our commitment is based upon our knowledge that the TON Services application will be successful. A \$2000.00 deposit, although a relatively small amount, would not provide any commitment beyond that which we already have to this project. Flying J, Inc./ TON Services, Inc. is a company with revenues in excess of \$800M annually, its purpose and motivation for any new project is to enhance the services and products provided to our customer. To do so we will select and/or develop the best components possible to provide those services. TouchFax appears to be able to meet these objectives.

My initial request is to receive a TouchFax unit for further examination and review as soon as possible; We will cover the freight. Internally we have a number of business objectives defined by various areas within our company. We, TON Services, must convince all parties internally of our ability to meet these requirements and to conceptually identify how we will do so. Utilizing an actual interactive customer convenience terminal to fully represent our application will be of great value in providing proof of concept.

Following our internal decision to proceed we would then be willing to provide a "deposit" for the hardware and would be able to begin overall contract negotiations.

Please contact me with any questions. I anticipate hearing from you soon.

Sincerely,

A handwritten signature in cursive script, appearing to read "Joe Kelley".

TON Services, Inc.
Joe Kelley
General Manager

TouchFax

13520 College Boulevard
Lenexa, Kansas 66219

September 15, 1992

Flying J TruckStops/Ton Services
Mr. Joe O'Toole
P.O. Box 1473
Ogden, Utah 84402

Joe:

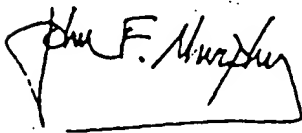
In reference to our conversation yesterday, the contracts are scheduled to be complete on Wednesday, September 16. I will forward them to you as soon as they are complete. Our Chairman John Massey asked me to write you a letter that we can use to start the process of building a business relationship between our firms' before the final contracts are signed.

TouchFax and Flying J intend to form a business relationship that will include the integration of our communications services along with software specific to the trucking industry--including a load matching service. We would like to start working on the project by providing a terminal to Flying J for demonstrations as well as receiving some of your software for testing during the time period of the contract negotiations between our firms.

To start the work, including providing a terminal for demonstration purposes, we need Flying J to place a \$2,000 deposit with TouchFax during the interim period before the contracts are signed. This will give both companies incentives to commit to the progress of the relationship. Once the funds are received, we will begin the process of providing a terminal for Flying J for demonstrations and testing.

We are very excited about the application solutions our terminals can provide for your customers, and are looking forward to a very profitable relationship. Please feel free to contact me with any questions you have.

Sincerely,



TouchFax Information Systems, Inc
John F. Murphy
Marketing Manager